

we 05-167

LUKAS, NACE, GUTIERREZ & SACHS
CHARTERED
1650 TYSONS BOULEVARD
SUITE 1500
McLEAN, VIRGINIA 22102

DAVID L. NACE
ADMITTED IN D.C. ONLY
(703) 584-8661

March 29, 2005

Federal Communications Commission
Wireline Competition Bureau -- CPD 214 Appls.
PO Box 358145
Pittsburgh, PA 15251-5145

Attn: Julie Veach, Wireline Competition Bureau

Re: Application for Authorization of Transfer of Control
relating to Section 214 Authorization for Resale of
Domestic Telecommunications Services

Dear Sir or Madam:

Transmitted herewith is an application pursuant to Section 214 of the Communications Act relating to a proposed transfer of control of authorization held by RCC Atlantic Long Distance, Inc. d/b/a Unicel Long Distance (FRN 0003715935) for resale of domestic telecommunications services in the State of Vermont.

Attached is FCC Form 159 and a check in payment of the filing fee of \$895.00. Should any questions arise, please communicate with this office.

Very truly yours,


David L. Nace

FCC/MELLON

MAR 29 2005

STAMP AND RETURN

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDINGFEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICEApproved by OMB
3060-0589

Page 1 of 1

(1) LOCK BOX # 358145		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Lukas, Nace, Gutierrez & Sachs		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$895.00	
(4) STREET ADDRESS LINE NO 1 1650 Tysons Blvd., Suite 1500			
(5) STREET ADDRESS LINE NO 2			
(6) CITY McLean		(7) STATE VA	(8) ZIP CODE 22102
(9) DAYTIME TELEPHONE NUMBER (include area code) (703) 584-8678		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 52-1386711		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME RCC Atlantic Long Distance, Inc. d/b/a UniceL Long Distance			
(14) STREET ADDRESS LINE NO 1 302 Mountain View Drive, Suite 200			
(15) STREET ADDRESS LINE NO 2			
(16) CITY Colchester		(17) STATE VT	(18) ZIP CODE 05446
(19) DAYTIME TELEPHONE NUMBER (include area code) (802) 654-5093		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0003715935		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$895.00	(27A) TOTAL FEE \$895.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
RCC LONG DISTANCE, INC. d/b/a)
UNICEL LONG DISTANCE)
(FRN 0003715935))
Domestic Section 214 Authorization Holder)
and Transferring Party)
)
NATIONAL MOBILE COMMUNICATIONS)
CORPORATION d/b/a SOVERNET)
COMMUNICATIONS (FRN 0004965075))
Acquiring Party)
)
Application for Section 214 Authorization for a)
Transfer of Control of Domestic Telecommunications)
Resale Operations through a sale of assets in the)
State of Vermont and related transfer of Vermont)
customer accounts)

File No. _____

APPLICATION FOR TRANSFER OF CONTROL

Pursuant to Federal Communications Commission ("Commission") rules, 47 C.F.R. Part 63, RCC Atlantic Long Distance, Inc. d/b/a Unicel Long Distance ("RCC-LD") and National Mobile Communications Corporation d/b/a SoVerNet Communications ("NMC") hereby submit an application for approval for a transfer of control of authorization held by RCC-LD under Section 214 of the Communications Act to provide resold telecommunications services to domestic points on a nondominant basis, as relating to operations of RCC-LD in the State of Vermont.¹ It is requested that the application be processed on a streamlined basis.

¹ RCC-LD's operations as a provider of resold telecommunications services in the State of New Hampshire are not the subject of this application.

Summary of the Proposed Transaction:

RCC-LD has entered into an agreement to sell to NMC assets relating to RCC-LD's long distance resale business in the State of Vermont. The sale will include RCC-LD's customer accounts in Vermont. Upon completion of the transaction RCC-LD will no longer operate as a reseller of domestic telecommunications services in the State of Vermont.

RCC-LD relies on "blanket" Section 214 authorization granted by the Commission for domestic resale operations.² RCC-LD also operates as a reseller of domestic telecommunications services in the State of New Hampshire, but such operations are not included in the transfer proposed in this application. As such, RCC-LD must retain Section 214 authorization for any domestic resale operations that may be ongoing when the proposed sale to NMC is completed.

NMC anticipates no interruption of services to the public as the result of the proposed transaction. For all customers who do not exercise their right to change carriers, NMC will become their provider of domestic interexchange services.

In accordance with Section 63.04(b) of the Commission's rules, the applicants are providing information responsive to the pertinent rules in Part 63 that concern transfer of control applications. A filing fee of \$895.00 is being submitted with FCC Form 159 for this application.

Application for Transfer of Control of Domestic Section 214 Authorization:

With reference to domestic Section 214 authority, the following information is submitted as required by Section 63.04(a) of the rules:

² As described on the website of the Wireline Competition Bureau, in 1999, as to domestic resale services, the Commission eliminated all entry certification filing requirements under Section 214 of the Communications Act, "Implementation of Section 402(b)(2)(A) of the Telecommunications Act of 1996" CC Docket No. 97-11, FCC 99-104, released June 30, 1999.

(1) The name, address and telephone number of each applicant:

RCC Atlantic Long Distance, Inc.
302 Mountain View Drive, Suite 200
Colchester, VT 05446
802-654-5093

National Mobile Communications Corporation
5 Rockingham Street
PO Box 495
Bellow Falls, VT 05101
802-460-9233

(2) The government, state, or territory under the laws of which each corporate or partnership applicant is organized:

RCC-LD is a corporation organized under the laws of Minnesota. NMC is a corporation organized under the laws of Massachusetts, and its parent company, SoVerNet, Inc. is organized under Vermont law.

(3) The name, title, post office address, and telephone number of the officer or contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed:

For RCC-LD, please direct any correspondence or inquiries to federal telecommunications counsel for the company:

David L. Nace, Esq.
Lukas, Nace, Gutierrez, & Sachs, Chartered
1650 Tysons Blvd., Suite 1500
McLean, VA 22102
(703) 584-8661
dnace@fcclaw.com

For NMC, please direct any correspondence or inquiries to:

Thomas F. Lyons, President
National Mobile Communications Corporation
5 Rockingham Street
PO Box 495
Bellow Falls, VT 05101
802-460-9233
tlyons@sover.net

- (4) *The name, address, citizenship and principal business of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities (to the nearest one (1) percent):*

NMC is 100% owned by SoVerNet, Inc., a Vermont corporation whose principal business is telecommunications. The address is 5 Rockingham Street, PO Box 495, Bellow Falls, VT 05101.

SoVerNet, Inc. is owned as follows:

Thomas Lyons
26 Griswold Drive
Bellows Falls, VT 05101
30%
US Citizen
Principal Business: Telecommunications

Jay Eshelman
97 McCaffrey Ridge Road
Putney, VT 05346
16.5%
US Citizen
Principal Business: Custom window manufacturing

JB Elliott
Patch Road
Westminster, VT 05158
15%
US Citizen
Principal Business: Telecommunications

Erik Leo
27 Thayer Road
Bellows Falls, VT 05101
27.5%
US Citizen
Principal Business: Teacher

- (5) *Certification pursuant to §§1.2001 through 1.2003 of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 USC §853.*

No party to this application is subject to a denial of Federal benefits under

Section 5301 of the Anti-Drug Abuse Act of 1988.

(6) *A description of the transaction:*

RCC-LD has entered into an agreement to sell to NMC assets relating to RCC-LD's long distance resale business in the State of Vermont. The sale will include RCC-LD's customer accounts in Vermont. Upon completion of the transaction RCC-LD will no longer operate as a reseller of domestic telecommunications services in the State of Vermont.

(7) *A description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:*

RCC-LD resells intrastate, interstate and international long distance toll services to households and businesses located in Vermont and New Hampshire. MRC proposes to acquire the Vermont assets of RCC-LD and serve the customers of RCC-LD who are in the State of Vermont.

(8) *A statement as to how the application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment:*

RCC-LD and NMC request streamlined treatment of this application under the terms of Section 63.03(b)(2)(i) of the Commission's rules. Neither of the applicants is dominant with respect to any service. The proposed transaction would result in the transferee having a market share in the interstate, interexchange market of less than 10 percent, and the transferee would provide competitive telephone exchange services or exchange access service (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction.

(9) *Identification of all other Commission applications related to the same transaction:*

In addition to the instant application for domestic Section 214 authorization the parties are filing a separate application to request FCC consent to assignment of Section 214 authority held by RCC-LD as relating to resale of international telecommunications services by that company in the State of Vermont.

(10) *A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:*

Not applicable

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

None

(12) A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

NMC is experienced in the provision of telecommunications services and is authorized by the Vermont Public Service Board to provide facilities-based and resold telecommunications services in Vermont. The customers of RCC-LD have been notified of the proposed transaction.³ Upon completion of the proposed transaction MRC will provide the same high quality telecommunications services as RCC-LD currently offers. The proposed transaction has no potential to harm the public interest or to impair competition in any local exchange or in long distance toll markets. MRC plans no change in the rates and services offered by RCC-LD.

Conclusion:

As reflected herein, MRC is qualified to acquire control of the Vermont operations of RCC-LD. Accordingly, grant of the instant application is consistent with public interest considerations.

[signature page follows]

³ In accordance with Section 64 1120 (e)(3) of the Commission's rules, MRC has notified Vermont customers of the proposed change in ownership and transfer of their customer accounts to MRC.

Respectfully submitted,

RCC ATLANTIC LONG DISTANCE, INC.
d/b/a UNICEL LONG DISTANCE

By: _____

Name: RICHARD MUSTLAND

PRESIDENT/CEO

Title: _____

Date: March 28, 2005

NATIONAL MOBILE COMMUNICATIONS CORPORATION
d/b/a SOVERNET

By: _____

Name: _____

Title: _____

Date: _____

Respectfully submitted,

RCC ATLANTIC LONG DISTANCE, INC.
d/b/a UNICEL LONG DISTANCE

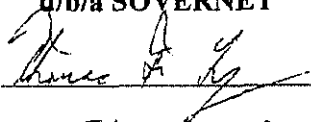
By: _____

Name: _____

Title: _____

Date: _____

NATIONAL MOBILE COMMUNICATIONS CORPORATION
d/b/a SOVERNET

By:  _____

Name: Thomas F Lyons

Title: President

Date: 3/28/85

CERTIFICATE OF SERVICE

I, Donna L. Brown, an employee in the law offices of Lukas, Nace, Gutierrez & Sachs, Chartered, do hereby certify that I have on this 29th day of March 2005, sent by United States Mail, first class and postage prepaid, a copy of the foregoing Application for Transfer of Control to the following:

Governor Jim Douglas
109 State Street, Pavilion
Montpelier, VT 05609-0101



Donna L. Brown